

BK 1077PG0110

STATE MS.-DESOTO CO.

Jan 26 3 10 PM '99

BK 1077 PG 110  
W.E. DAVIS CH. CLK.

MISSISSIPPI  
ASSIGNMENT OF DEEDS OF TRUST

(2) Mid-State Homes, Inc. to Mid-State Trust VII, a business trust

FOR VALUE RECEIVED, the undersigned, Mid-State Homes, Inc. ("Assignor"), a Florida corporation, having an address of 1500 North Dale Mabry Highway, Tampa, Florida 33607, does grant, bargain, sell, assign, transfer and set over unto Mid-State Trust VII ("Assignee"), a business trust created under the laws of Delaware, and having an address of c/o Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890, its successors and assigns, those certain deeds of trust ("Deeds of Trust"), together with the debts thereby secured, the notes therein described, and all interest of the undersigned in and to the lands and property covered by said Deeds of Trust without recourse; said Deeds of Trust appear of record in the office of the Chancery Clerk of the First Judicial District in and for De Soto County, Mississippi, and all of which are more fully described by book and page reference in the document marked Exhibit A, attached hereto, incorporated herein and made a part hereof.

TO HAVE AND TO HOLD unto the said Assignee, its successors and assigns, FOREVER.

IN WITNESS WHEREOF, the undersigned Assignor has caused these presents to be executed by causing its corporate name to be signed and its corporate seal affixed hereto by Bonnie Doyne as its Vice President and by causing C. T. Witherington as its Assistant Secretary to attest the seal, both of said officers being thereunto duly authorized, all as of this 13th day of January, 1999.

(Corporate Seal)

MID-STATE HOMES, INC.

By:

Name:

Title:

Bonnie Doyne

Vice President

ATTEST:

By:

Name:

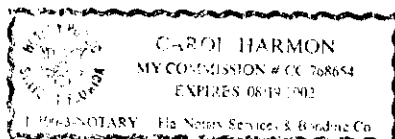
Title:

C. T. Witherington

Assistant Secretary

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

Personally appeared before me, the undersigned authority in and for the said county and state on this 13th day of January, 1999, within my jurisdiction, the within named Bonnie Doyne and C. T. Witherington, duly identified before me, who acknowledged that they are Vice President and Assistant Secretary, respectively, of Mid-State Homes, Inc., a Florida corporation, and that for and on behalf of said corporation and as its act and deed, they executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.



NOTARY PUBLIC

Print Name: Carol Harmon

My Commission Expires: 8/19/2002

THIS INSTRUMENT PREPARED BY:

Jeffrey P. Thofner, Esquire  
1500 N. Dale Mabry Highway  
Tampa, Florida 33607  
(813) 871-4623

AFTER RECORDING RETURN TO:

Bonnie Doyne, Vice President  
Mid-State Homes, Inc.  
1500 North Dale Mabry Highway  
Tampa, Florida 33607

INDEXING INSTRUCTIONS:

See reference to previously recorded instruments in Exhibit A attached.

ASSIGNVILMS2

BK1077PG0111

HM974FIN-F

EXHIBIT A  
TO ASSIGNMENT

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THE DEEDS OF TRUST DESCRIBED IN THE FOREGOING ASSIGNMENT ARE DESCRIBED MORE PARTICULARLY IN THE FOLLOWING LIST WHICH SETS FORTH THE NAMES OF THE GRANTORS OF THE DEEDS OF TRUST (THE LAST NAME OF EACH SUCH GRANTOR APPEARING FIRST), THE ORIGINAL PRINCIPAL BALANCE OF THE PROMISSORY NOTE SECURED THEREBY, AND THE BOOK AND PAGE NUMBER OF THE REGISTRY OF DEEDS OF THE COUNTY AND STATE LISTED BELOW, WHERE THE DEEDS OF TRUST ARE RECORDED:

STATE OF : MISSISSIPPI  
COUNTY OF : DE SOTO

ACCT NO.	GRANTOR(S)	DEED OF TRUST	PAGE	ORIG BAL.
705300	PAYNE JAMES R PAYNE PAMELA L	963 913	732 726	193,896.00
	S29-T1S-R8W, LOT 41			